

**United States Masters Swimming Board of Directors Meeting  
Sarasota, Florida**

**July 19 - 21, 2013**

**Final**

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**Action Items:**

- **MSA – MSA to accept the 2012 audited Financial Statements and 990 tax return that were submitted by our audit firm.**
- **MSA –Board of Directors makes the recommendation to the Executive Director to engage ESIX to become Risk Management provider.**
- **MSA – Board supports the recommendation of the Finance Committee for the annual registration fee for Club and Chapter fees of \$25.**
- **MSA- On recommendation of the Swimming Saves Lives Board of Trustees the USMS BOD authorizes the closing of the Synovus endowment account and that the funds currently on deposit therein in the amount of approximately \$6,927.00 are transferred immediately to the SSL account.**
- **MSA - The Board recommends continuing the current insurance surcharge rates for sanctioned Open Water events through 2014.**
- **MSA- Board of Directors agrees that USMS shall not provide alcohol for the hospitality suite at the 2013 convention.**
- **MSA - Board of Directors approved the consent agenda items.**
- **MSA- the Board endorses the festival concept for the National Long Distance Championship bid.**

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**Friday July 19, 2013**

Nadine Day - President called the meeting to order at 6:03 p.m. EDT at the Ritz Carlton in Sarasota, Fla. Also present were: Michael Heather -VP of Administration, Ed Tsuzuki- VP of Local Operations, Jody Smith-VP of Community Services, Dave Diehl-VP of Programs, C.J. Rushman -Secretary, Ralph Davis- Treasurer, Patty Miller - Legal Counsel, Rob Butcher -Executive Director, At-Large Directors; Phil Dodson (Great Lakes), Chris McGiffin (Colonies), Hugh Moore (Northwest ), Jim Clemmons (Oceana), Maria Elias-Williams (Dixie), Bruce Hopson (Breadbasket), Phil Whitten (Southwest), Past Presidents; Mel Goldstein, Rob Copeland, Ted Haartz, Tom Boak and Nancy Ridout.

Not present: Jill Gellatly (South Central), USA-Swimming Liaison – Jeff Gudman, Past-Presidents; Dan Gruender, Jim Miller, Mike Laux, and June Krauser. Jeff Moxie-Immediate Past President has been granted temporary leave from the Board.

Audience members include: Susan Kuhlman and Tracy Grilli.

**Agenda Items:**

Susan Kuhlman welcomed everyone to Sarasota for the summer meeting.

**Kerkering-Barberio Audit Presentation** – There were no found deficiencies during the audit process. **MSA to accept the 2012 audited Financial Statements and 990 tax return that were submitted by our audit firm.** . The question was asked separately by the Board, to the Auditors if there were any issues during the audit. They responded there were no issues.

**Northern Trust Investment Presentation** –James Walker, Sr. Investment Portfolio Manager of Northern Trust Company provided the Board of Directors an overview of our investment strategy.

A motion is made for the Board of Directors to recess for the day at 7:23 p.m. EDT.

**Saturday July 20, 2013**

Nadine Day - President called the meeting to order at 8:21 a.m. EDT at the Ritz Carlton in Sarasota, Fla. Also present were: Michael Heather -VP of Administration, Ed Tsuzuki- VP of Local Operations, Jody Smith-VP of Community Services, Dave Diehl-VP of Programs, C.J. Rushman -Secretary, Ralph Davis- Treasurer, Patty Miller - Legal Counsel, Rob Butcher -Executive Director, At-Large Directors; Phil Dodson (Great Lakes), Chris McGiffin (Colonies), Hugh Moore (Northwest), Jim Clemmons (Oceana), Maria Elias-Williams (Dixie), Bruce Hopson (Breadbasket), Phil Whitten (Southwest), Past Presidents; Mel Goldstein, Rob Copeland, Ted Haartz, Tom Boak and Nancy Ridout.

Not present: Jill Gellatly (South Central), USA-Swimming Liaison – Jeff Gudman, Past-Presidents; Dan Gruender, Jim Miller, Mike Laux, and June Krauser. Jeff Moxie-Immediate Past President has been granted temporary leave from the Board.

Audience members include: Laura Hamel, Susan Kuhlman, Tracy Grilli, Jeff Perout, Kyle Deery, Bill Brenner, Luke Shaheen, Anna Lea Matysek, Jim Matysek, and Claudia Woods.

**President Nadine Day's update** – Nadine will be attending the Masters Congress at the FINA World Championships.

**Risk Management presentation by ESIX** – The board of directors listened and was able to ask questions about the risk management assessment presentation made by ESIX. **MSA –Board of Directors makes the recommendation to the Executive Director to engage with ESIX to become the Risk Management provider.** Nadine requested the BOD review the risk management recommendations and be prepared to discuss on Sunday.

**National Office update** – Rob highlighted the accomplishments, responsibilities and growing opportunities within each business unit. He discussed the proposed staff growth plan through 2019. The current \$2 per year dues increase is schedule to end 2014 and is being recommended to continue through 2019 so we can take advantage of new opportunities. The Treasurer will be providing a proforma that supports the recommendation.

**Treasurers and Controller's Report** - Ralph Davis and Susan Kuhlman gave an update to the Board regarding the following items;

- Reduced merchant services fees
- Open Water Sanction/ Insurance Oversight policy
- Updated cash disbursement policy
- Controller's letter
- Quarterly forecasts
- USMS/LMSC fee collection and exchanges
- Staff Liaison to Audit Committee, Investment Committee and Swimming Save Lives
- Sarasota operations management

On-going Projects;

- Engage local CPA firm with non-profit expertise
- Investment Policy and Selection of Investment Committee
- Engage investment management firm with on-profit expertise
- Staff benefit delivery options
- Chart of accounts
- Financial systems software
- Staff training on Financial reporting
- Office remodel financial oversight
- Disaster recovery plan
- Gift Acceptance Policy
- Investment Spending Policy

Ralph reported that the Finance Committee has approved the report from the sub-committee on Club and Work Out Group (WOG) fees recommending the imposition of an annual registration fee of \$25 on each Club and Workout Group registering with

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USMS, starting in 2014. **MSA – Board supports the recommendation of the Finance Committee for the annual registration fee for Club and Chapter Fee of \$25.**

**MSA – On recommendation of the Swimming Saves Lives Board of Trustees the USMS BOD authorizes the closing of the Synovus endowment account and that the funds currently on deposit therein in the amount of approximately \$6,927.00 are transferred immediately to the SSL account.**

**IT Liaison report** – Chris and CJ gave a recap of the registration development program. Next step is for User Acceptance Testing (UAT) to begin with registrars to test in the UAT environment. Currently this phase is still in development. The IT Liaisons continue to conduct bi-weekly calls with the liaisons, appropriate staff and testers to ensure delivery of the system in October.

**Discussion Forum Task Force** – Reviewed the report as presented by Mike Heather. **MSA – BOD approves the recommendation of the Discussion Forum Task Force.** The report has been posted on the USMS website.

**Governance Update** – Hugh Moore presented to the Board of Directors the results from the survey. The Board breaks into groups to brain storm about how to improve upon the results. Each group read through their discussion points and captured ideas on how by cooperative efforts we can achieve the results desired. Areas of focus for future consideration would be; mentor training, identifying future volunteers and their talents, communication, and encouraging more participation from board members. Hugh asked that the notes from the break out groups be sent to him for compiling and posting on the board discussion forum. Hugh discussed the USMS 2.0 Task Force and the report as presented to the board. The report has been posted on the USMS website.

**LMSC/Zone** – Through the audit process it was noted that the LMSCs have their own tax identification, which means that USMS is open to risk. The board needs to ensure that the LMSCs follow consistent standards. The board goes into Executive Session at 4:35 pm EDT. The board comes out of Executive Session at 5:23 pm EDT.

**Open Water** – The board discussed the topic of insurance coverage for USMS club open water practices and for sanctioned events. The open water practice requirements and guidelines drafted by the Open Water Committee will be provided to ESIX for review and recommendations. It is the board intent that open water practices and sanctioned events continue to be supported by USMS. **MSA - The Board recommends continuing the current insurance surcharge rates for sanctioned Open Water events through 2014.**

Anna Lea gave recognition that Ted Haartz will be inducted into the International Masters Swimming Hall of Fame, Class of 2013.

A motion is made for the Board of Directors to recess for the day at 6:25 p.m. EDT.

### **Sunday, July 21, 2013**

Nadine Day reconvened the meeting on July 21st at 8:02 a.m. EDT at the Ritz Carlton in Sarasota, Fla. Also present were: Michael Heather -VP of Administration, Ed Tsuzuki- VP of Local Operations, Jody Smith-VP of Community Services, Dave Diehl-VP of Programs, C.J. Rushman -Secretary, Ralph Davis- Treasurer, Patty Miller - Legal Counsel, Rob Butcher -Executive Director, At-Large Directors; Phil Dodson (Great Lakes), Chris McGiffin (Colonies), Hugh Moore (Northwest) ), Jim Clemmons (Oceana), Maria Elias-Williams (Dixie), Bruce Hopson (Breadbasket), Phil Whitten (Southwest), Past Presidents; Rob Copeland, Ted Haartz, Tom Boak and Nancy Ridout.

Not present: Jill Gellatly (South Central), USA-Swimming Liaison – Jeff Gudman, Past-Presidents; Mel Goldstein, Dan Gruender, Jim Miller, Mike Laux, and June Krauser. Jeff Moxie-Immediate Past President has been granted temporary leave from the Board.

Audience members include: Susan Kuhlman, Tracy Grilli, Bill Brenner, Luke Shaheen, and Kyle Deery.

**Convention** – Board discussed the upcoming convention in Garden Grove. The hospitality room will host lunch but not be providing alcohol for the delegates. In-N-Out Burger will be the social host. **MSA- Board of Directors agrees that USMS shall not provide alcohol for the hospitality suite at the 2013 convention.**

**Elections** – Nadine made a point of clarity to the board that there will be two open positions on the board. The board will be voting on Sunday to fill those two At Large Director positions. Rob C will draft a board policy on filling vacancies.

**Legislation** – Discussion occurred if we need to create a guest member definition that would encompass trial members and foreign members.

**Officer's Report** – (All Vice President's reports are posted to the website as appendix to the minutes.) **MSA – Board of Directors approved the consent agenda items.** Phil D asked about the Officials Website and when will the information be posted on the USMS website. Dave D said their own website is closed down and they are up loading information to the USMS website.

**Open Water Championships – MSA- the Board endorses the festival concept for the National Long Distance Championship bid.**

**Board of Directors initiatives** – Board members were asked to share what they viewed as the most important long term issues for the organization. The list will be compiled and distributed to the board and discussed on the next board call.

**ESIX Recommendations** – Nadine appointed the members of the Risk Management Task Force; Maria Elias-Williams, Chris McGiffin, Bruce Hopson (Chair), Phil Dodson, Jody Smith and Anna Lea Matysek. Anna Lea will serve as the liaison to ESIX and the Task Force. The task force will examine the risk management recommendations and charged with defining who we intend to cover and what activities we intend to cover.

#### **New Business items**

1. Rob Butcher said the National Office has filed for a Service mark on the words Masters Swimming.
2. Nadine has established a headquarters task force with the responsibility of recommending our future headquarters growth needs and whether USMS should buy or rent. Task force members are Tom Boak, Tom Holmberg, Ralph Davis, Susan Kuhlman and Rob Butcher
3. Rob C recommended that, in the future, we should provide a one page summary of the topics/decisions that are to be discussed in Board meetings.

The Board of Directors goes into Executive Session at 10:36 am EDT. The Board of Directors comes out of Executive Session at 11:08 am EDT.

Next BOD Meeting will be Monday, August 19<sup>th</sup> at 8:30 PM EDT

MSA – to adjourn the meeting at 11:12 am EDT.

Respectfully submitted,

C.J. Rushman  
Secretary